

**MINUTES OF MEETING**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS**

**WEDNESDAY, MARCH 16, 2016 AT 4:00 PM**

**IN THE MARY BRENNAN BOARD ROOM**

**T. F. GREEN AIRPORT**

**2000 POST ROAD, WARWICK, RHODE ISLAND**

**The meeting of the Rhode Island Airport Corporation (Corporation) Board of Directors was called to order by Chair, Jon Savage at 4:01 p.m., in the Mary Brennan Board Room at 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.**

**BOARD MEMBERS PRESENT: Jon Savage; Russell Hahn; Deborah Thomas; Michael Traficante; Paul Carroll; Christopher Little and Heather Tow-Yick (arrived at 4:04 p.m.).**

**BOARD MEMBER ABSENT: None.**

**ALSO PRESENT: Peter Frazier, Interim President and CEO; and those members listed on the attendance sheet attached hereto.**

**1. Approval of the Minutes:**

**A motion was made by Mr. Hahn to approve the minutes of the Board**

**of Director's Meeting of February 17, 2016. The motion was seconded by Mr. Little.**

**The motion was passed unanimously.**

## **2. Open Forum:**

**Mr. Savage asked if anyone present wanted to speak in Open Forum. No one came forward.**

## **3. Report from the Interim President and CEO:**

**Mr. Frazier presented the Interim President and CEO Report and reported on the following:**

- Mr. Frazier reported following the clean up from the fire in Garage C, the garage is capable of operating at full capacity. It was noted that a cause of the fire has not been determined but it has not been deemed criminal.**
- Mr. Frazier reported Paradies Lagardère, for the 21st consecutive year, earned the Airport Revenue News (ARN) Awards top honor as Best Overall Retailer and he commended Mr. Woody Creswell and his team.**
- Mr. Frazier reported there was a transportation issue for the teams**

traveling as part of NCAA March Madness. Mr. Frazier reported the private security screening provider hired to provide required screening cancelled the evening before the flights arrived and the flight crew had to do the screening resulting in delays. Mr. Frazier reported RIAC was contacted by the NCAA to assist in providing alternate screening options. Mr. Frazier reported the Transportation Security Administration (TSA) has agreed to keep checkpoints open at overtime costs, to the TSA, Friday and Saturday to provide screening at the at terminal. Mr. Frazier stated that the NCAA travel partner was very pleased with the assistance provided by RIAC and the TSA.

- Mr. Frazier provided a revised draft of the Key Performance Indicators (KPIs) report. Mr. Frazier noted he and RIAC staff met with Ms. Tow-Yick and she shared her expertise on dashboards and how to integrate the Values, Mission and Goals into the report. Mr. Frazier stated the Vision, Mission and Goals will be tied into six goals with very specific performance related action items. Mr. Frazier noted this information will be shared with the Governor's Deputy Chief of Staff with the goal to utilize the same report for both the Board and the Governor's Office.

- Mr. Frazier reported passenger traffic in February was up 12.65% on 2% increased seating capacity. It was noted this increase is better than anticipated even when factoring in the weather related cancellations the prior year and the additional day gained by Leap

**Year. Mr. Frazier stated the increase for February would still have been 8% without these factors.**

- Mr. Frazier reported for the month of February there were 205 cancellations equaling approximately 16,600 passengers.**
- Mr. Frazier reported parking revenues for the month of February were up 13.8%, ticket sales were up 9.2% and the market share is 88.3%. It was noted off-airport parking revenue was down 22.6%.**
- Mr. Frazier provided an update on the general aviation airports and stated the numbers are up in every category. It was noted that weather impacted the general aviation airport the prior year and increased numbers were anticipated due to a milder winter season.**
- Mr. Frazier stated the statistics that are communicated to the Board each month are available mid-month making it difficult to provide meaningful and accurate reports to the Board. Mr. Frazier asked the Board to consider moving the monthly Board Meetings to the last Wednesday of the month beginning in 2017 which will allow staff to better analyze the data.**

#### **4. Finance and Audit Committee Report.**

**Ms. Thomas reported the Committee met prior to the Board Meeting. Ms. Thomas noted the year to date financial reports highlighted**

increases in enplanements and revenue. The increase in revenue was primarily due to increased parking revenues. Ms. Thomas noted the increased enplanement trend also contributed to increased rental car revenues.

Ms. Thomas stated revenue is trending positive ahead of expected expenses. Ms. Thomas stated that the saving in the utilities expense due to the LED Lighting Project exceeded expected saving and commended Mr. Andrade, Mr. Wilde and their team.

Ms. Thomas stated overall operating revenue has improved from the prior year and is projected to be on track with spending.

## **5. Action Items:**

**(a) Consideration of and Action Upon the Election of a Board Secretary.**

Mr. Savage reported Ms. Tow-Yick has agreed to serve as the Board Secretary.

A motion was made by Mr. Traficante and seconded by Mr. Little to approve this election.

The motion was passed unanimously.

**(b) Consideration of and Action Upon Approval of a Construction**

## **Contract Change Order for Additional Construction Work Related to the Runway 16-34 Safety Area Improvements Project at T. F. Green Airport.**

**Mr. Frazier gave an overview of this item and noted it is related to the Runway 34 Safety Area Improvement. Mr. Frazier noted these stone columns were installed in the area the peat was removed. Mr. Hahn asked if the peat issues had been resolved. Mr. Frazier stated the columns are needed in addition to the removal of the peat and the Federal Aviation Administration (FAA) has reviewed and approved this plan. The recommendation is that the Board authorizes the Interim President and CEO, or his designee, to execute a Construction Contract Change Order with Cardi Corporation in the amount of \$108,073, which is included in the Fiscal Year 2016 Capital Improvement Program budget, for additional construction work required for the Runway 16-34 Safety Area Improvements project at T. F. Green Airport.**

**A motion was made by Mr. Hahn and seconded by Mr. Traficante to approve the following resolution:**

**WHEREAS, it was determined that the installation of 78 stone columns in an area to the north, outside the original excavation area, would eliminate the need for the removal and replacement of peat; and**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) staff has negotiated with the Contractor (Cardi Corporation) a Construction Contract Change Order (CCO) in the amount of \$108,073 for the installation of 78 stone columns; and**

**WHEREAS, this CCO was reviewed by the Federal Aviation Administration (FAA) and was determined to be eligible for FAA funding; and**

**WHEREAS, RIAC plans to initially fund this CCO from General Purpose Funds and seek a grant amendment at the time the project is completed; and**

**WHEREAS, the costs associated with this CCO are included in the Fiscal Year 2016 Capital Improvement program budget.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board authorizes the Interim President and CEO, or his designee, to execute a Construction Contract Change Order with Cardi Corporation in the amount of \$108,073, which is included in the Fiscal Year 2016 Capital Improvement Program budget, for additional construction work required for the Runway 16-34 Safety Area Improvements project at T. F. Green Airport.**

**The motion was passed unanimously.**

**(c) Consideration of and Action Upon Approval to Enter Into a Purchase Order for the Purchase and Installation of 35 Catch Basin Inserts at T. F. Green Airport**

**Mr. Little stepped away from the table and recused himself from the vote.**

**Mr. Frazier gave an overview of this item noting that this purchase will be funded with remaining funds from the Clean Water Finance Agency and will be included in next year's budget. The recommendation is that the Board authorizes the Interim President and CEO, or his designee, to execute a Purchase Order with Inland Technologies International Ltd., in the amount of \$189,643, which was not included in the Fiscal Year 2016 Capital Budget, for the purchase and installation of 35 catch basin inserts at T. F. Green Airport.**

**A motion was made by Mr. Traficante and seconded by Mr. Hahn to approve the following resolution:**

**WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the purchase and installation of 35 catch basin inserts at T. F. Green Airport; and**



**WHEREAS, on December 3, 2015, RIAC issued an Invitation for Bids (IFB) for this project; and**

**WHEREAS, on December 23, 2015, RIAC received two sealed bids; and**

**WHEREAS, RIAC staff has determined that the bid submitted by Inland Technologies International Ltd. in the amount of \$189,643 for this project is the lowest responsive and responsible bid; and**

**WHEREAS, RIAC staff received approval from Clean Water Finance Agency to fund this project with excess bond proceeds from the Glycol Facility project. Although this project was not included in the Fiscal Year 2016 Budget, RIAC staff recommends moving forward with the project based on the availability of funds and will include it in the Fiscal Year 2017 Budget.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board authorizes the Interim President and CEO, or his designee, to execute a Purchase Order with Inland Technologies International Ltd., in the amount of \$189,643, which was not included in the Fiscal Year 2016 Capital Budget, for the purchase and installation of 35 catch basin inserts at T. F. Green Airport.**

**The motion was passed by six affirmative votes, with one Board**

**Member recusing himself from voting. The vote was as follows:**

**YEAS: Jonathan Savage**

**Deborah Thomas**

**Russell Hahn**

**Michael Traficante**

**Paul Carroll**

**Heather Tow-Yick**

**NAYS: None**

**RECUSAL: Christopher Little**

**(d) Consideration of and Action Upon Rehabilitation of Airport Apron at Newport Airport.**

**Mr. Frazier gave an overview of this item and stated this is to resurface and expand the existing parking ramp. It was noted that this project is not budgeted and RIAC will upfront the cost and seek an FAA grant for 90% reimbursement of the cost of this project in fiscal year 2017. Mr. Frazier noted this project will be designed in 2016 and construction will begin in 2017. The recommendation is that the Board authorizes the Interim President and CEO, or his designee to execute a Task Order with Stantec Consulting Services, Inc. in the amount of \$253,376, which will be included in the Fiscal Year 2017**

**Capital Improvement Program budget, to provide Design, Bid and Other Related Services at Newport Airport.**

**A motion was made by Mr. Carroll and seconded by Mr. Little to approve the following resolution:**

**WHEREAS, on March 1, 2013, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (PSA) with Stantec Consulting Services, Inc. (Stantec) to provide On-Call Airfield Engineering Services; and**

**WHEREAS, to date, one Task Order in the amount of \$35,699 has been issued under this PSA; and**

**WHEREAS, RIAC staff negotiated a Scope and Fee with Stantec in the amount of \$253,376 to provide Design, Bid and Other Related Services for this project at Newport Airport; and**

**WHEREAS, the Federal Aviation Administration (FAA) reviewed the Scope and Fee and on March 4, 2016 approved this Task Order; and**

**WHEREAS, this project will be included in the Fiscal Year 2017 Capital Improvement Program budget in the amount of \$2,410,256; and**

**WHEREAS, RIAC will up-front the cost of this task order and seek a**

**2017 Federal Fiscal Year grant from the FAA to fund 90% of this project.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board authorizes the Interim President and CEO, or his designee to execute a Task Order with Stantec Consulting Services, Inc. in the amount of \$253,376, which will be included in the Fiscal Year 2017 Capital Improvement Program budget, to provide Design, Bid and Other Related Services at Newport Airport.**

**The motion was passed unanimously.**

**6. Executive Session:**

**At approximately 4:28 p.m. a motion was made by Mr. Hahn and seconded by Mr. Little to go into Executive Session for the purpose of discussing the following items:**

**(a) Motion to Approve the Minutes of the Executive Session held on February 17, 2016 § 42-46-5(a), (1), (2),(5) and (7); and**

**(b) Investment of Public Funds Where Premature Disclosure Would be Detrimental to the Public Interest (Air Service Development and Solar Contract Negotiations) – R.I.G.L. § 42-46-5(a)(7); and**

**(c) Discussions Related to Two Potential Non-Public Litigation Matters (Construction Dispute and Off-Airport Parking Dispute) and Three Public Litigation Matters (Airport Valet vs. RIAC; Harriet Kniffer, Trustee of the Harriet Chappell Moore Foundation, et al. v. RIAC and RIDOT (Petition for Assessment of Damages); and Harriet Kniffer, Trustee of the Harriet Chappell Moore Foundation, et al. v. RIAC and RIDOT (Complaint for Injunctive Relief)).**

**(d) Discussion Related to Personnel (Job Performance) - R.I.G.L. § 42-46-5(a)(1); and**

**(e) Motion to Return to Open Session.**

**By the following roll call vote the motion was passed unanimously.**

**YEAS: Jon Savage**

**Russell Hahn**

**Deborah Thomas**

**Michael Traficante**

**Paul Carroll**

**Christopher Little**

**Heather Tow-Yick**

**NAYS: None**

**ABSTAIN: None**

**At approximately 5:59 p.m., a motion was made by Ms. Thomas and seconded by Mr. Hahn to return to Open Session.**

**The motion passed unanimously.**

## **7. Post Executive Session Actions and Announcements:**

**(a) Motion to Seal the Minutes of the Executive Session Held on March 16, 2016.**

**A motion was made by Mr. Hahn and seconded by Mr. Little to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4.**

**By the following roll call vote the motion was passed unanimously.**

**YEAS: Jon Savage**

**Russell Hahn**

**Deborah Thomas**

**Michael Traficatne**

**Paul Carroll**

**Christopher Little**

**Heather Tow-Yick**

**NAYS: None**

**ABSTAIN: None.**

**(b) Report on Actions Taken in Executive Session.**

**During the Executive Session a motion was made by Mr. Carroll and seconded by Mr. Traficante to approve the sealed minutes of the Executive Session held on February 17, 2016.**

**The motion was passed unanimously.**

**8. Future Meetings:**

**The next Board Meeting will be held on Wednesday, April 13, 2016 at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island.**

**9. Adjournment:**

**Mr. Little moved to adjourn at approximately 6:00 p.m. Mr. Traficante seconded the motion.**

**The motion was passed unanimously.**

**Respectfully submitted,**

**Jon Savage, Chair**

**Rhode Island Airport Corporation**

**PUBLIC ATTENDANCE SHEET  
RHODE ISLAND AIRPORT CORPORATION  
MEETING OF THE BOARD OF DIRECTORS  
WEDNESDAY, MARCH 16, 2016**

**NAME    AFFILIATION**

**Brian Schattle    RIAC**

**Patricia Goldstein    RIAC**

**Liberty Luciano    RIAC**

**Sherri Ann Penta    RIAC**

**Doug Dansereau    RIAC**

**Paul McDonough    RIAC**



**Bruce Wilde    RIAC**

**Nicole Williams    RIAC**

**Jeffrey Goulart    RIAC**

**Randy Costa    RIAC**

**Leo Messier    RIAC**

**Robert Goff    New England Parking**

**Paul Parker    Projo**

**John Bolton    Hinkley Allen**

**Ben Rackliffe    PLDW**

**Joe Barra    Robinson & Cole**

**Tammi Burnham    Allied Court Reporters**

**The minutes of the Executive Session of the Board Meeting March 16, 2016 have been sealed in accordance with R.I.G.L. § 42-46-4.**